

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re. MADISON SQUARE BOYS & GIRLS CLUB, §
INC. §
____ §
Debtor(s) §

Case No. 22-10910

☐ Jointly Administered

Monthly Operating Report

Chapter 11

Reporting Period Ended: 02/28/2023

Petition Date: 06/29/2022

Months Pending: 8

Industry Classification:

8	1	3	4
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Reporting Method: Accrual Basis ☒

Cash Basis ☐

Debtor's Full-Time Employees (current):

42

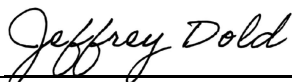
Debtor's Full-Time Employees (as of date of order for relief):

44

Supporting Documentation (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- ☒ Statement of cash receipts and disbursements
- ☒ Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit
- ☒ Statement of operations (profit or loss statement)
- ☒ Accounts receivable aging
- ☒ Postpetition liabilities aging
- ☒ Statement of capital assets
- ☒ Schedule of payments to professionals
- ☒ Schedule of payments to insiders
- ☒ All bank statements and bank reconciliations for the reporting period
- ☐ Description of the assets sold or transferred and the terms of the sale or transfer



Signature of Responsible Party

03/28/2023

Date

Jeffrey M. Dold

Printed Name of Responsible Party

250 Bradhurst Ave, New York, NY 10039
Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

Part 1: Cash Receipts and Disbursements	Current Month	Cumulative
a. Cash balance beginning of month	\$8,310,133	
b. Total receipts (net of transfers between accounts)	\$354,835	\$16,271,616
c. Total disbursements (net of transfers between accounts)	\$1,528,781	\$11,925,856
d. Cash balance end of month (a+b-c)	\$7,136,187	
e. Disbursements made by third party for the benefit of the estate	\$0	\$0
f. Total disbursements for quarterly fee calculation (c+e)	\$1,528,781	\$11,925,856

Part 2: Asset and Liability Status (Not generally applicable to Individual Debtors. See Instructions.)	Current Month
a. Accounts receivable (total net of allowance)	\$6,180,522
b. Accounts receivable over 90 days outstanding (net of allowance)	\$0
c. Inventory (Book <input type="radio"/> Market <input type="radio"/> Other <input checked="" type="radio"/> (attach explanation))	\$0
d. Total current assets	\$8,439,422
e. Total assets	\$94,712,439
f. Postpetition payables (excluding taxes)	\$13,814,936
g. Postpetition payables past due (excluding taxes)	\$0
h. Postpetition taxes payable	\$19,094
i. Postpetition taxes past due	\$0
j. Total postpetition debt (f+h)	\$13,834,030
k. Prepetition secured debt	\$0
l. Prepetition priority debt	\$48,452
m. Prepetition unsecured debt	\$197,734
n. Total liabilities (debt) (j+k+l+m)	\$14,080,216
o. Ending equity/net worth (e-n)	\$80,632,223

Part 3: Assets Sold or Transferred	Current Month	Cumulative
a. Total cash sales price for assets sold/transferred outside the ordinary course of business	\$0	\$0
b. Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business	\$0	\$0
c. Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b)	\$0	\$0

Part 4: Income Statement (Statement of Operations) (Not generally applicable to Individual Debtors. See Instructions.)	Current Month	Cumulative
a. Gross income/sales (net of returns and allowances)	\$-944,110	
b. Cost of goods sold (inclusive of depreciation, if applicable)	\$0	
c. Gross profit (a-b)	\$-944,110	
d. Selling expenses	\$0	
e. General and administrative expenses	\$641,185	
f. Other expenses	\$198,250	
g. Depreciation and/or amortization (not included in 4b)	\$79,644	
h. Interest	\$57,750	
i. Taxes (local, state, and federal)	\$31,801	
j. Reorganization items	\$475,054	
k. Profit (loss)	\$-2,427,793	\$-9,395,271

Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

Part 5: Professional Fees and Expenses

a.			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i>		\$343,684	\$5,107,470	\$413,845	\$4,266,038
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
i	Epiq Corporate Restructuring L	Other	\$9,413	\$241,438	\$10,629	\$219,807
ii	Friedman Kaplan Seiler & Adel	Special Counsel	\$13,321	\$221,625	\$19,956	\$179,327
iii	Pachulski Stang Ziehl & Jones L	Other	\$72,762	\$813,680	\$76,102	\$694,231
iv	Paul, Weiss, Rifkind, Wharton &	Lead Counsel	\$159,080	\$2,516,086	\$183,782	\$2,133,964
v	Pillsbury Winthrop Shaw Pittma	Special Counsel	\$37,022	\$792,098	\$79,132	\$730,187
vi	Teneo Capital LLC	Financial Professional	\$52,086	\$383,995	\$44,244	\$308,522
vii	Dundon Advisers LLC	Other	\$0	\$105,746	\$0	\$0
viii	Island Capital Advisors LLC	Other	\$0	\$32,802	\$0	\$0
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Case No. 22-10910

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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

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b.			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i>					
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

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c.	All professional fees and expenses (debtor & committees)						

Part 6: Postpetition Taxes**Current Month****Cumulative**

a.	Postpetition income taxes accrued (local, state, and federal)	\$0	\$0
b.	Postpetition income taxes paid (local, state, and federal)	\$0	\$0
c.	Postpetition employer payroll taxes accrued	\$31,801	\$259,678
d.	Postpetition employer payroll taxes paid	\$31,534	\$240,585
e.	Postpetition property taxes paid	\$0	\$0
f.	Postpetition other taxes accrued (local, state, and federal)	\$0	\$0
g.	Postpetition other taxes paid (local, state, and federal)	\$0	\$0

Part 7: Questionnaire - During this reporting period:

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes ☐ No ☒
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes ☐ No ☒
- c. Were any payments made to or on behalf of insiders? Yes ☒ No ☐
- d. Are you current on postpetition tax return filings? Yes ☒ No ☐
- e. Are you current on postpetition estimated tax payments? Yes ☒ No ☐
- f. Were all trust fund taxes remitted on a current basis? Yes ☒ No ☐
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes ☐ No ☒
- h. Were all payments made to or on behalf of professionals approved by the court? Yes ☒ No ☐ N/A ☐
- i. Do you have:
- Worker's compensation insurance? Yes ☒ No ☐
- If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- Casualty/property insurance? Yes ☒ No ☐
- If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- General liability insurance? Yes ☒ No ☐
- If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes ☐ No ☒
- k. Has a disclosure statement been filed with the court? Yes ☐ No ☒
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910

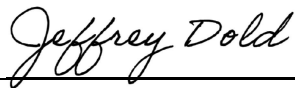
Part 8: Individual Chapter 11 Debtors (Only)

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|--|-------|-----|
| a. Gross income (receipts) from salary and wages | _____ | \$0 |
| b. Gross income (receipts) from self-employment | _____ | \$0 |
| c. Gross income from all other sources | _____ | \$0 |
| d. Total income in the reporting period (a+b+c) | _____ | \$0 |
| e. Payroll deductions | _____ | \$0 |
| f. Self-employment related expenses | _____ | \$0 |
| g. Living expenses | _____ | \$0 |
| h. All other expenses | _____ | \$0 |
| i. Total expenses in the reporting period (e+f+g+h) | _____ | \$0 |
| j. Difference between total income and total expenses (d-i) | _____ | \$0 |
| k. List the total amount of all postpetition debts that are past due | _____ | \$0 |
- l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C § 101(14A)? Yes ☐ No ☒
- m. If yes, have you made all Domestic Support Obligation payments? Yes ☐ No ☐ N/A ☒

Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.



Signature of Responsible Party

Chief Financial Officer

Title

Jeffrey Dold

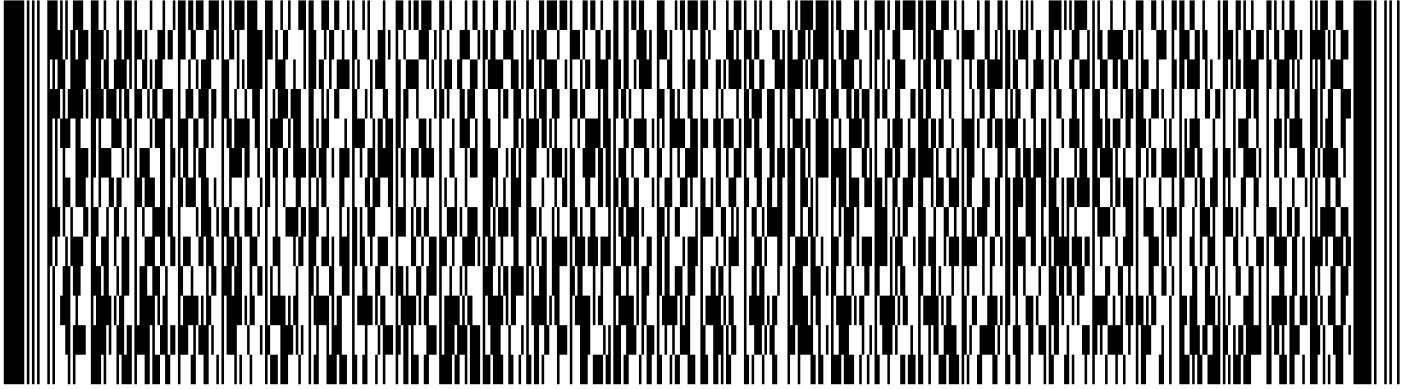
Printed Name of Responsible Party

03/28/2023

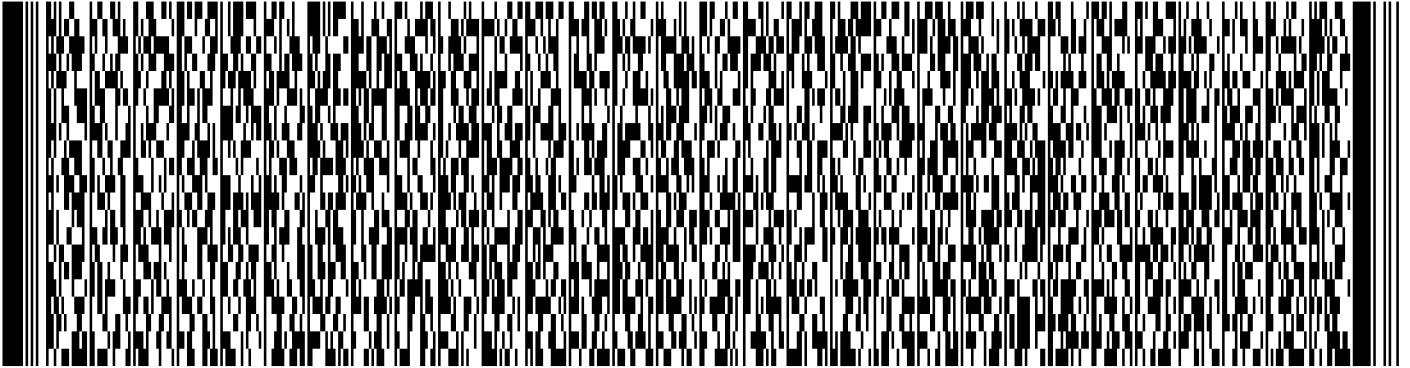
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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

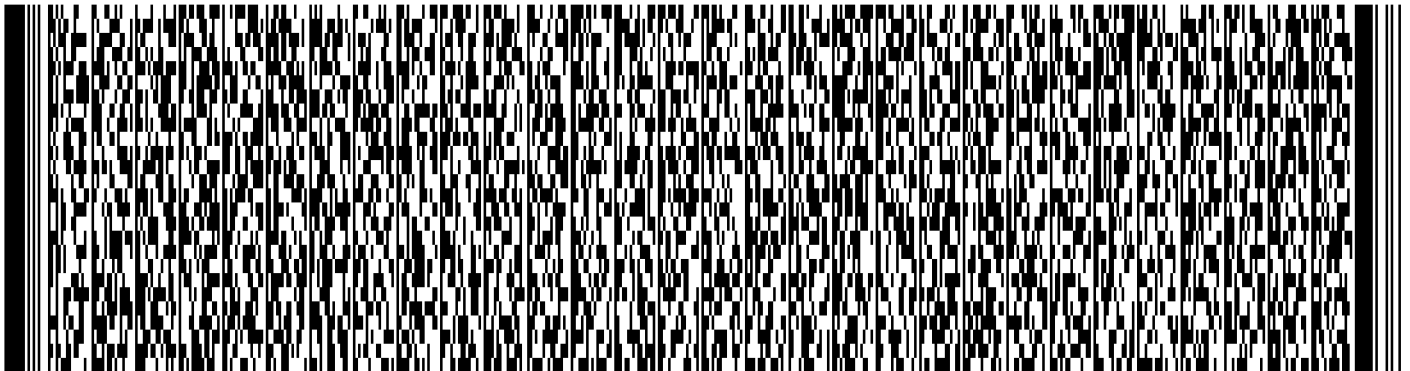
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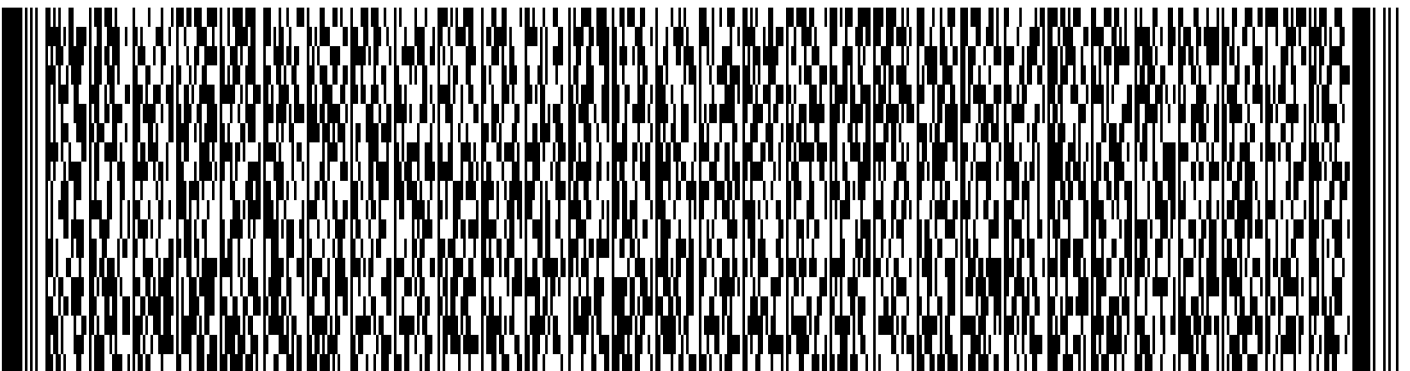
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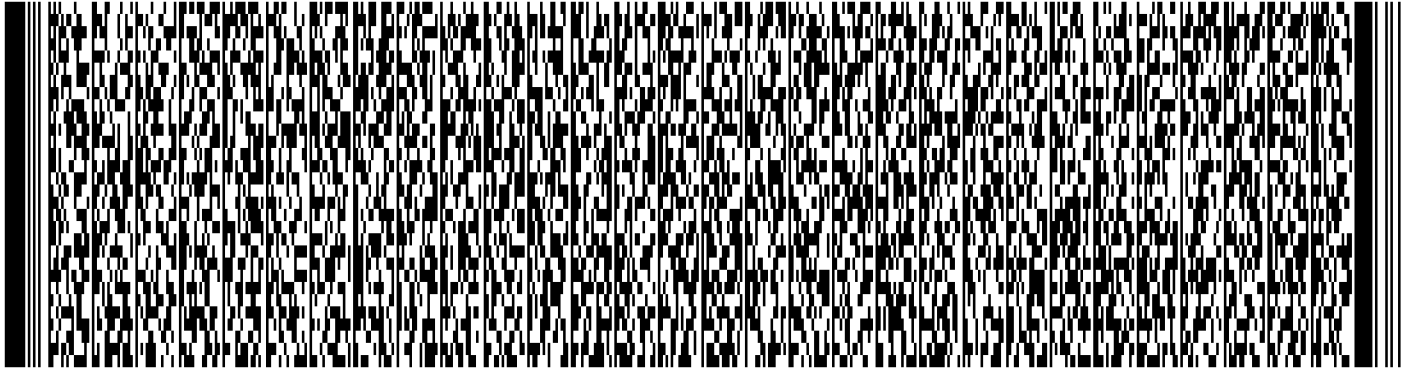
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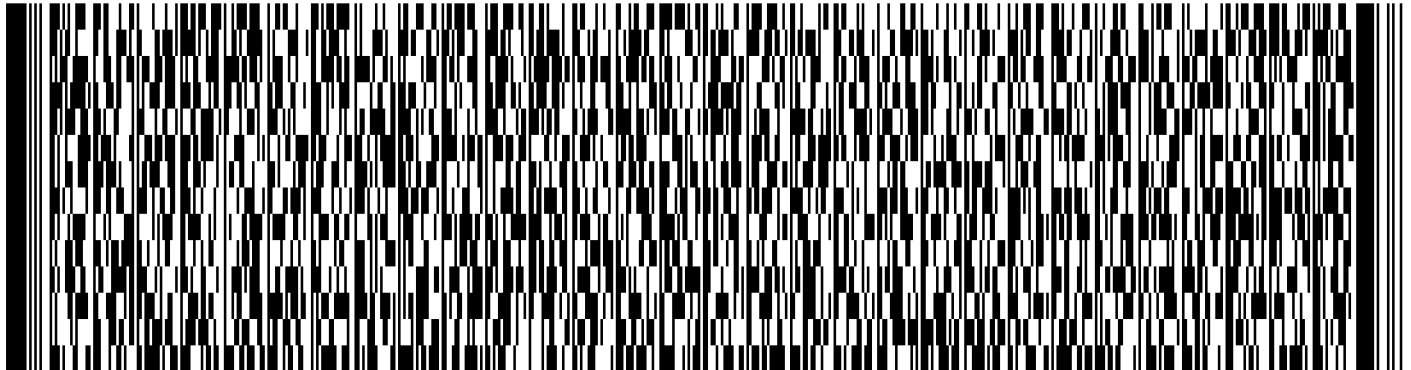
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Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

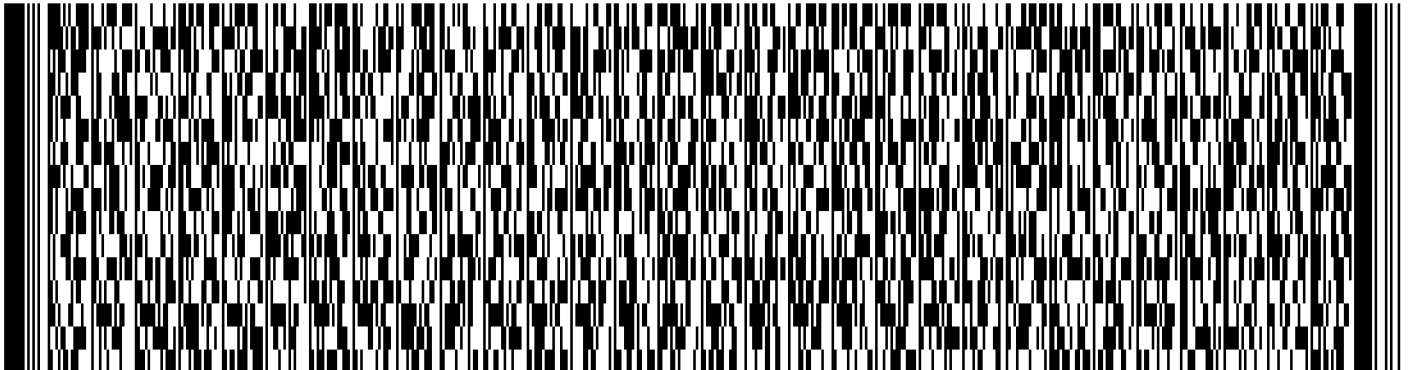
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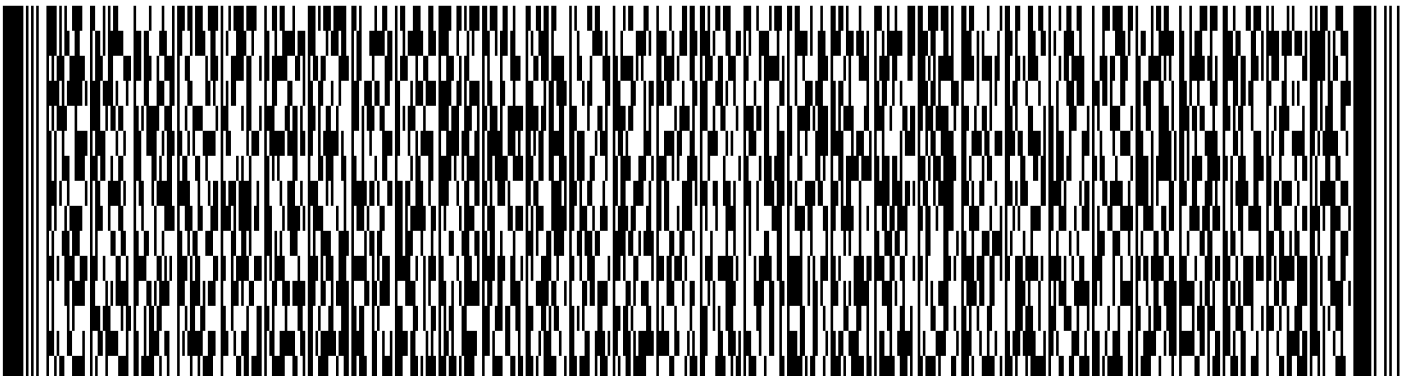
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Bankruptcy51to100



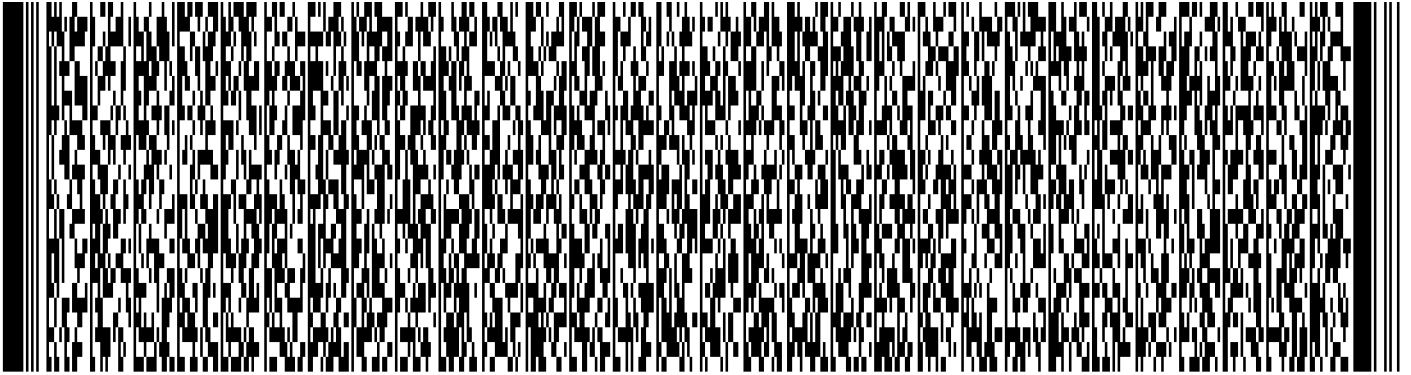
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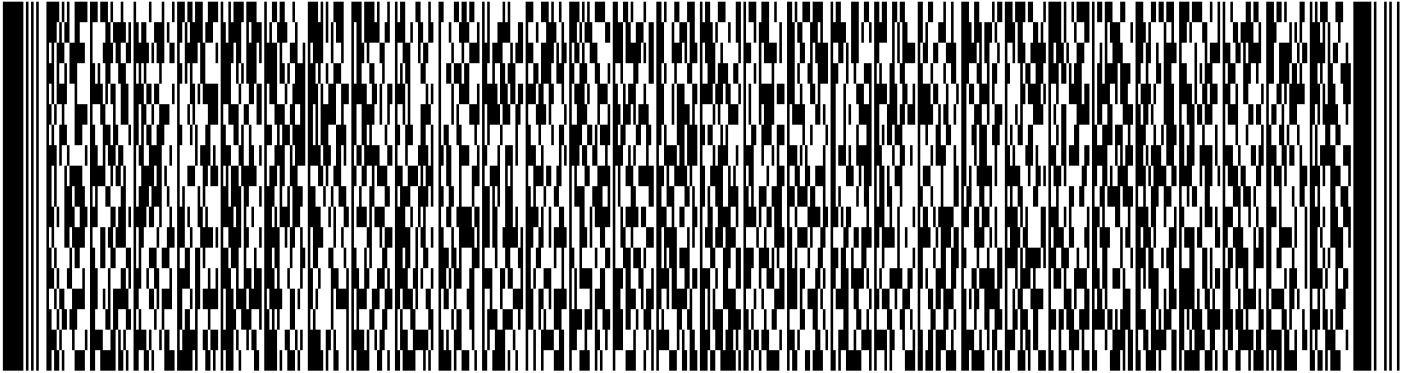
NonBankruptcy51to100

Debtor's Name MADISON SQUARE BOYS & GIRLS CLUB, INC.

Case No. 22-10910



PageThree



PageFour

NOTES TO MONTHLY OPERATING REPORT

Reporting Period: February 1, 2023 – February 28, 2023

Restricted Assets – The information disclosed in the MOR does not reflect any assessment, classification, or related conclusion with respect to the Debtor's assets that are subject to use and/or donor restrictions. The Debtor reserves all rights with respect to the classification of the Debtor's assets that are subject to use and/or donor restrictions under applicable New York law. As described in the Cash Management Motion, there are a number of accounts in the Debtor's name that exclusively hold funds subject to donor restrictions. These funds are included in the Cash Balances and Total Assets balance. Further, Total Assets includes the book value of the four (4) owned Clubhouses which are subject to use restrictions incorporated in the relevant deeds for some of these properties or restrictions otherwise imposed on the properties by the various grants that the Debtor receives from governmental units.

Any payments made to insiders or on prepetition debt have been approved by the Bankruptcy Court in connection with the first day orders or were otherwise ordinary course payments.

Madison Square Boys & Girls Club, Inc.
Balance Sheet as of 02/28/2023

(USD \$)	Adjusted Balance
Balance Sheet as of 2/28/2023	2/28/2023
ASSETS	
Cash & Cash Equivalents	\$7,136,187
Investments	42,070,114
Government Grants Receivable	579,668
Contributions Receivable	5,344,078
Accrued Interest Receivable	3,179
Prepaid Expenses & Other Assets	617,731
Beneficial Interest in Trusts	2,272,295
Fixed Assets (Net of Depreciation)	9,523,611
NMTC Leverage Loan Receivable	25,548,800
DIP Loan Interest Reserve - Carver Bank	1,360,000
Due from Affiliates	256,776
TOTAL ASSETS	\$94,712,439
LIABILITIES & NET ASSETS	
LIABILITIES	
Accounts Payable & Accrued Expenses	\$3,080,216
Loan Payable - Carver DIP	11,000,000
Deferred Revenue	-
Total LIABILITIES	14,080,216
NET ASSETS	\$80,632,223
TOTAL LIABILITIES & NET ASSETS	\$94,712,439

Madison Square Boys & Girls Club, Inc.
Statement of Cash Receipts and Disbursements

(USD \$)	Amount
Starting Balance (02/01/23)	\$8,310,133
Operating Income and Support	354,835
Personnel Costs	(470,612)
Non-Personnel Costs	(1,058,169)
Ending Balance (02/28/23)	\$7,136,187

Madison Square Boys & Girls Club, Inc.
Statement of Operations

(USD \$)	Amount
Revenues Gains and Support	(\$944,110)
Operating Expenses	
Personnel Expenses	(501,884)
Non-Personnel Expenses	(981,799)
Total Operating Expenses	(\$1,483,683)
Net Surplus/(Deficit)	(\$2,427,793)

Madison Square Boys & Girls Club, Inc.
Aged Accounts Receivables

(USD \$)	Past Due >90 days	Current	9/30/2023	9/30/2024	Thereafter	Total
AR Aging	\$179,473	\$972,369	\$358,010	\$163,022	\$5,100,000	\$6,772,875
Less: Allowance & Discounts	(92,000)	-	(6,383)	(6,300)	(487,670)	(592,353)
AR Aging, Net	\$87,473	\$972,369	\$351,627	\$156,723	\$4,612,330	\$6,180,522

Madison Square Boys & Girls Club, Inc.
Aged Accounts Payables

(USD \$)	Current	31-60	61-90	>90	Total
AP Aging	\$1,292,405	\$141,593	\$174,867	\$919,861	\$2,528,725
Accrued Expenses	195,809	-	-	35,417	231,226
Accounts Payable & Accrued Expenses	\$1,488,214	\$141,593	\$174,867	\$955,277	\$2,759,951

Madison Square Boys & Girls Club, Inc.
Statement of Capital Assets - As of 02/28/23

(USD \$)		Madison as of 02/28/23
Land		\$370,734
Buildings & Improvements		24,361,153
Furniture and Equipment		1,743,962
Total		\$26,475,849
Accumulated Depreciation		(16,952,239)
Fixed Assets, Net		\$9,523,611

Madison Square Boys & Girls Club, Inc.
Schedule of Payments to Professionals - As of 02/28/23

Firm	Role	Approved Current Month	Cumulative Amount Approved by Court	Paid by the Estate	Cumulative Paid by the Estate
Epiq Corporate Restructuring LLC	Other	\$9,413	\$241,438	\$10,629	\$219,807
Friedman Kaplan Seiler & Adelman LLP	Special Counsel	13,321	221,625	19,956	179,327
Pachulski Stang Ziehl & Jones LLP	Other	72,762	813,680	76,102	694,231
Paul, Weiss, Rifkind, Wharton & Garrison LLP	Lead Counsel	159,080	2,516,086	183,782	2,133,964
Pillsbury Winthrop Shaw Pittman LLP	Special Counsel	37,022	792,098	79,132	730,187
Teneo Capital LLC	Financial Professional	52,086	383,995	44,244	308,522
Dundon Advisers LLC	Other	-	105,746	-	-
Island Capital Advisors LLC	Other	-	32,802	-	-
Total		\$343,683	\$5,107,472	\$413,845	\$4,266,038

Madison Square Boys & Girls Club, Inc.
Prepetition Debt Payments - 02/28/23

Vendor	Date of Payment	Amount
Total Prepetition Payments		-

Madison Square Boys & Girls Club, Inc.
Schedule of Payments to Insiders - As of 2/28/23

Recipient	Date of Payment	Amount
Tim McChristian	2/3/2023	\$11,538
Tim McChristian	2/17/2023	11,538
Tim McChristian	2/17/2023	833
Tim McChristian	2/9/2023	549
Steven Melton	2/3/2023	10,274
Steven Melton	2/17/2023	10,274
Steven Melton	2/17/2023	917
Steven Melton	2/16/2023	2,431
Jeffrey Dold	2/3/2023	8,606
Jeffrey Dold	2/17/2023	8,606
Total Payments to Insiders		\$65,566